

RTD-271

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11 WATER DISTRICT

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14 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
15 **COUNTY OF SACRAMENTO**

16
17 CALIFORNIA DEPARTMENT OF WATER
18 RESOURCES,

19 Plaintiff,

20 v.

21 ALL PERSONS INTERESTED IN THE
22 MATTER of the Authorization of California
WaterFix Revenue Bonds, the Issuance, Sale
23 and Delivery of California WaterFix Revenue
Bonds Series A, Series B and Subsequent
24 Series, the Adoption of the California
WaterFix Revenue Bond General Bond
Resolution and the Supplemental Resolutions
25 Providing for the Issuance of California
WaterFix Revenue Bonds, and the Proceedings
26 Related Thereto,

27 Defendants.
28

Case No. 34-2017-00215965

**CROSS-COMPLAINT OF WESTLANDS
WATER DISTRICT**

Dept. 35
Judge: Hon. Alan G. Perkins

Action Filed: July 21, 2017
Trial Date: None

1 WESTLANDS WATER DISTRICT,
2 Cross-Complainant,
3 v.
4 CALIFORNIA DEPARTMENT OF WATER
5 RESOURCES,
6 Cross-Defendant.

7
8 Cross-complainant Westlands Water District (“Westlands”) brings this cross-complaint in
9 this validation action filed by the California Department of Water Resources (“Department”) and
10 alleges as follows:

11 1. Westlands is a California water district formed pursuant to California Water Code
12 sections 34000 et seq. Westlands’ main office is in Fresno, California. Westlands’ service area is
13 in western Fresno and Kings counties, and encompasses some 600,000 acres, and includes some of
14 the most highly productive agricultural lands in the world. Westlands provides water primarily for
15 irrigation of farms, but provides water for some municipal and industrial uses as well.

16 2. Cross-defendant Department is a department of the Natural Resources Agency of
17 the State of California existing and operating under the laws of the State, with its principal offices
18 in Sacramento, California.

19 3. On July 21, 2017, the Department filed its Complaint for Validation in this action.
20 In general terms, the Complaint for Validation seeks a judgment confirming the validity of: (1)
21 the bonds the Department has authorized to finance the capital costs of a water facility known as
22 the California WaterFix; (2) the resolutions the Department adopted in connection with those
23 bonds; and (3) the pledge of revenues for their payment. For informational purposes, and without
24 admitting, denying or otherwise responding to the allegations thereof, Westlands incorporates by
25 reference the allegations of the Complaint for Validation. Westlands has separately responded to
26 the Complaint for Validation by answer filed in this action.

27 4. Westlands is informed and believes, and based thereon alleges, that numerous other
28 interested parties have appeared or will timely appear to contest the matters alleged in the

1 Complaint for Validation.

2 5. Westlands supports entry of a validation judgment in the full scope requested by
3 the Department in its Complaint for Validation filed July 21, 2017.

4 6. By this cross-complaint, Westlands seeks a determination of and judgment
5 regarding two specific issues relating to the Department's authority to finance the California
6 WaterFix and to use proceeds of revenue bonds issued for the California WaterFix. These are: (1)
7 that the Department may issue revenue bonds in an aggregate amount sufficient to finance the
8 entire capital costs of the California WaterFix, including any such costs that it is the responsibility
9 of Central Valley Project contractors to repay; and (2) that the Department may use proceeds from
10 the sale of revenue bonds to repay development or planning phase costs and preconstruction costs
11 advanced by Westlands.

12 7. On September 19, 2017, the Westlands Board of Directors voted not to participate
13 in the California WaterFix as then presented, including the plan for allocation of capital and
14 operation and maintenance costs proposed by the Bureau of Reclamation. However, Westlands is
15 still considering participation and may still participate in the California WaterFix if alternative
16 terms become available and its participation on such alternative terms is approved by its Board of
17 Directors. If it does so, it may have to commit to pay a proportionate share of the costs of the
18 California WaterFix, together with other participating water contractors. Westlands therefore has
19 an interest in confirming the authority of the Department to finance, through revenue bonds, all
20 costs that Westlands may become responsible for paying.

21 8. Westlands has advanced funding to the Department for development or planning
22 phase costs and preconstruction costs related to the California WaterFix, and may advance
23 additional funding of such costs. Westlands therefore has an interest in confirming that the
24 Department may use proceeds from the sale of revenue bonds to reimburse the costs it has
25 advanced or may in the future advance.

26 9. An actual controversy has arisen among Westlands, the Department and other
27 interested persons who have appeared or will appear in response to the Complaint for Validation.
28 Westlands is informed and believes, and based thereon alleges, that the Department and/or one or

1 more interested persons who have appeared or will appear in response to the Complaint for
2 Validation will seek a determination of the Department's authority that does not include authority
3 to issue revenue bonds in an aggregate amount sufficient to finance any costs that are the
4 responsibility of Westlands to repay if it elects to participate in the California WaterFix, or to use
5 proceeds from the sale of revenue bonds to reimburse development or planning phase and
6 preconstruction costs advanced by Central Valley Project contractors, including Westlands.

7 10. Westlands desires a judicial determination and declaration, as part of the validation
8 judgment to be entered in this proceeding, that: (1) the Department may issue revenue bonds in an
9 aggregate amount sufficient to finance the entire capital costs of the California WaterFix,
10 including any such costs that it is the responsibility of Westlands or other Central Valley Project
11 contractors who elect to participate in the California WaterFix to repay; and (2) that the
12 Department may use proceeds from the sale of revenue bonds to reimburse development or
13 planning phase costs and preconstruction costs advanced by Westlands or other Central Valley
14 Project contractors.

15 11. A declaration is necessary at this time to confirm the authority of the Department to
16 finance all of the California WaterFix through revenue bonds, and to confirm the availability of
17 bond proceeds to reimburse the development or planning phase costs and preconstruction costs
18 advanced by Westlands and other Central Valley Project contractors, to avoid future disputes, and
19 to allow Westlands and other interested parties to plan accordingly.

20 **PRAYER**

21 WHEREFORE, Westlands prays for judgment as follows:

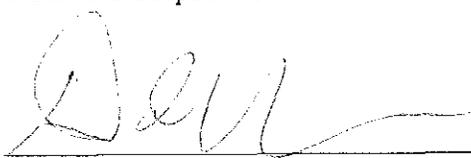
22 1. That the Court declare that: (a) the Department may issue revenue bonds in an
23 aggregate amount sufficient to finance the entire capital costs of the California WaterFix,
24 including any such costs it will be the responsibility of Westlands or other Central Valley
25 Contractors to repay if they elect to participate in the California WaterFix; and (b) that the
26 Department may use proceeds from the sale of revenue bonds to reimburse development or
27 planning phase costs and preconstruction costs advanced by Westlands or other Central Valley
28 Project contractors.

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2. For costs of suit, and any other relief the Court deems just and proper.

DATED: November 9, 2017

KRONICK, MOSKOVITZ, TIEDEMANN & GIRARD
A Professional Corporation

By: 

Daniel J. O'Hanlon
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WESTLANDS WATER DISTRICT

1 **SERVICE LIST**

2 **CDWR v. All Persons Interested in the Matter of the Authorization of California WaterFix**
3 **Revenue Bonds, etc.**

4 **Sacramento County Superior Court Case No.: 34-2017-00215965**

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